

THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1153.
FILED, JULY 23rd. 1964.

Lee J

MARCON MINES LIMITED

incorporated in the Province of Ontario by Letters Patent dated Mar. 14, 1944, as Marlon Roulyn Gold Mines Limited; by Supplementary Letters Patent dated Dec. 30, 1946, the name of the Company was changed to New Marlon Gold Mines Limited and the capital re-organized on the basis of one new for two old shares; by Supplementary Letters Patent dated Oct. 31, 1949, the capital of the Company was increased from 3,500,000 shares to 5,000,000 shares; by Supplementary Letters Patent dated March 16, 1956, the name of the Company was changed to Marcon Mines Limited and the capital re-organized on the basis of one new for two old shares, and increasing the capitalization to 6,000,000 shares.

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

FILING STATEMENT

Reference is made to previous Filing Statement No. 1018.

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	Underwriting and Option Agreement referred to in Item 6.		
2. Head office address and any other office address.	Room 505, 80 Richmond Street West, Toronto 1.		
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	President & Director	John Douglas Streit 3 Mildenhall Rd., Toronto	Mining Engineer & Member Toronto Stock Exchange.
	Vice-President & Director	Kenneth Andrew Davis, 7 Strathearn Rd., Toronto	Mining Executive
	Director	Charles William Streit 494 Avenue Rd., Toronto	Mining Executive
	Director	Joseph Donatien Liard 95 Chiltern Hill Rd., Toronto	Mining Executive
	Director	John Maitland Macintosh, 48 Rosedale Rd., Toronto	Solicitor
	Secretary-Treasurer	John Lucas Noble, 55 Winthorpe Rd., Toronto	Accountant.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized - 6,000,000 shares, par value \$1.00 ea. Issued - 4,325,000		
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None		
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	<p>By an Agreement dated the 15th day of July, 1964, subject to acceptance by the Toronto Stock Exchange, J. Bradley Streit & Company Limited, 80 Richmond Street West, Toronto, Ont., on its own behalf and on behalf of New Jason Mines Limited, Pickering Metal Mines Ltd., and Patsul Investments Ltd., agreed to purchase 300,000 shares at 12½¢ per share and payable forthwith upon acceptance of the Filing Statement by the Toronto Stock Exchange, and was granted options to purchase 700,000 shares as follows: all or any part of 100,000 shares at 15¢ per share within 3 months of the effective date; all or any part of 200,000 shares at 20¢ per share within 6 months of the effective date; all or any part of 100,000 shares at 25¢ per share within 9 months of the effective date; all or any part of 100,000 shares at 30¢ per share within 12 months of the effective date; all or any part of 100,000 shares at 35¢ per share within 15 months of the effective date; all or any part of 100,000 shares at 45¢ per share within 18 months of the effective date.</p> <p>Outstanding options on a total of 500,000 shares at prices ranging from 25¢ to 50¢ a share under the Underwriting and Option Agreement dated December 19, 1963 and referred to in previous Filing Statement 1018, have been cancelled.</p>		

7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	<p>J. Bradley Streit & Company Limited has entered into the said Underwriting and Option Agreement referred to in Item 6 on its own behalf as to a 25% interest and on behalf of the undermentioned clients in the proportions set opposite their respective names -</p> <table><tr><td>New Jason Mines Limited, 505, 80 Richmond St. W., Toronto</td><td>25%</td></tr><tr><td>Pickering Metal Mines Ltd., 80 Richmond St. W., Toronto</td><td>35%</td></tr><tr><td>Patsul Investments Ltd., 49 Wellington St. E., Toronto</td><td>15%</td></tr></table> <p>New Jason Mines Limited and Pickering Metal Mines Limited are public Companies. The only person having a greater than 5% interest in Patsul Investments Limited is Patrick J. Sullivan, 105 Treverton Dr., Toronto.</p>		New Jason Mines Limited, 505, 80 Richmond St. W., Toronto	25%	Pickering Metal Mines Ltd., 80 Richmond St. W., Toronto	35%	Patsul Investments Ltd., 49 Wellington St. E., Toronto	15%						
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Patsul Investments Ltd., 49 Wellington St. E., Toronto	15%													
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None													
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The proceeds of the sale of treasury shares referred to in paragraph 6 will be used for further exploration and development of the Vamp Lake properties of Lee Gordon Mines Limited held under option by the Company under Agreement dated November 20, 1963. Details of the said option are set forth in paragraph 19 hereof.													
10. Brief statement of company's chief development work during past year.	Approximately 9,000 feet of diamond drilling has been completed on the Vamp Lake properties held by the Company under option. A further drilling program on the said properties has been commenced.													
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	None													
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	N/A													
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None													
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	N/A													
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table><tr><th></th><th>Shares</th></tr><tr><td>Thomson Kernaghan & Co. Ltd., 365 Bay Street, Toronto</td><td>1,086,914</td></tr><tr><td>Doherty, Roadhouse & McCuaig Bros. 335 Bay Street, Toronto</td><td>197,475</td></tr><tr><td>James Richardson & Sons, 173 Portage Ave., East, Winnipeg</td><td>169,825</td></tr><tr><td>T. A. Richardson & Co., 4 King St. West, Toronto</td><td>155,900</td></tr><tr><td>Pickering Metal Mines Limited, 80 Richmond St. West, Toronto</td><td>100,000</td></tr></table> <p>With the exception of the shares registered in the name of Pickering Metal Mines Limited the Company is not aware of the beneficial ownership of the above shares.</p>			Shares	Thomson Kernaghan & Co. Ltd., 365 Bay Street, Toronto	1,086,914	Doherty, Roadhouse & McCuaig Bros. 335 Bay Street, Toronto	197,475	James Richardson & Sons, 173 Portage Ave., East, Winnipeg	169,825	T. A. Richardson & Co., 4 King St. West, Toronto	155,900	Pickering Metal Mines Limited, 80 Richmond St. West, Toronto	100,000
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FINANCIAL STATEMENTS

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MARCON MINES LIMITED.

BALANCE SHEET AS AT JUNE 30, 1964.

ASSETS.

CURRENT:

CASH IN BANK		\$ 6,307.57	
SHARES IN MINING COMPANIES AT			
AT NOMINAL VALUE	\$ 2.00		
AT COST (MARKET VALUE OF			
ALL SHARES \$3000.)	\$1,077.00	\$1,1079.00	\$ 7,386.57

PROPERTIES:

ROUYN AREA, QUEBEC - AT COST	\$115,373.00		
CODALT AREA, ONTARIO (NOTE #1)	7,100.00		
VAMP LAKE AREA, MANITOBA (NOTE #2)	1,300.00		
TIMMINS AREA, ONTARIO	200.00	\$123,973.00	

OTHER:

CARAL MINING COMPANY LTD.	\$ 11,807.21		
DEFERRED EXPENDITURES (PER STATEMENT)	426,154.92	\$437,962.13	
		\$569,321.70	

LIABILITIES

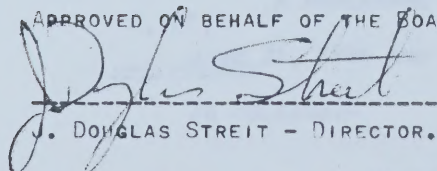
CURRENT

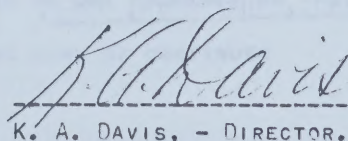
ACCOUNTS PAYABLE	\$ 635.47		
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CAPITAL STOCK

<u>AUTHORIZED:</u> 6,000,000 SHARES - PAR VALUE \$1.00			
<u>ISSUED:</u> 4,325,000 SHARES	\$4,325,000.00		
LESS DISCOUNT ON SHARES	\$3,591,090.00		
	733,910.00		
DEFICIT - BALANCE UNCHANGED	165,223.77	\$568,686.23	
		\$569,321.70	

APPROVED ON BEHALF OF THE BOARD OF DIRECTORS:


J. DOUGLAS STREIT - DIRECTOR.


K. A. DAVIS, - DIRECTOR.

NOTES TO BALANCE SHEET - JUNE 30, 1964.

1. BY OPTION AGREEMENT THE COMPANY MAY BE REQUIRED TO PAY \$8,000.00 CASH AND 200,000 SHARES OF A COMPANY TO BE FORMED TO DEVELOP CERTAIN OF THESE CLAIMS BY 31 JANUARY, 1965. NO MONIES HAVE BEEN PAID THEREON TO DATE, BUT EXPENDITURES HAVE BEEN MADE ON THE PROPERTIES.
2. BY OPTION AGREEMENT THE COMPANY MAY HAVE TO PAY A FURTHER \$1,000.00 BY 12 DECEMBER, 1965 AT WHICH TIME IT MAY BE FURTHER REQUIRED TO GIVE 350,000 SHARES OF A COMPANY FORMED TO DEVELOP THESE CLAIMS.

MARCON MINES LIMITED

STATEMENT OF DEFERRED DEVELOPMENT AND ADMINISTRATIVE COST, JUNE 30TH, 1964.

BALANCE - JANUARY 1ST, 1964

\$371,642.46

DEVELOPMENT:

VAMP LAKE EXPENSE:-

ENGINEERING AND CONSULTING	\$ 8,977.51	
TRAVELLING	3,071.24	
DIAMOND DRILLING (9810 FEET)	33,263.90	
ASSAYS	1,664.76	
MAPS AND RECORDING EXPENSE	551.83	\$ 47,529.24
COBALT CLAIMS EXPENSE	\$ 30.20	30.20
CLAIM RENTALS & LICENSES	105.00	105.00
		\$ 47,664.44

ADMINISTRATIVE:

ADVERTISING & PUBLICITY	\$ 793.73	
ANNUAL REPORT AND SHAREHOLDERS LETTERS	1,862.09	
GENERAL OFFICE EXPENSES	1,758.15	
GOVERNMENT FEES	225.76	
PRINTING AND STATIONERY	138.13	
TELEPHONE AND TELEGRAPH	459.75	
TRANSFER AGENT	911.78	
LEGAL, AUDIT AND LISTING FEES	600.00	
TRAVELLING	98.63	\$ 6,848.02
		\$426,154.02

SOURCE AND APPLICATION OF FUNDS

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JUNE 30TH, 1964.

SOURCE:

CASH IN BANK JANUARY 1ST, 1964	\$ 241.69	
SALE OF 500,000 TREASURY SHARES	70,000.00	\$ 70,241.69

APPLICATION:

LEE BORDON OPTION - VAMP LAKE,	\$ 500.00	
RYBERG OPTION - TIMMINS	201.00	
DEVELOPMENT	47,664.44	
ADMINISTRATION	6,848.02	
RETURN OF ADVANCES	8,000.00	
REDUCTION OF ACCOUNTS PAYABLE	721.66	\$ 63,934.12

BANK BALANCE, JUNE 30TH, 1964.

\$ 6,207.57

ENGINEER'S REPORT

Note - The following are excerpts from a report by H. Parliment, F.G.A.C., dated July 17th, 1964, on mining claims located in the Vamp Lake Area, Province of Ontario. A complete copy of this report is on file at the Toronto Stock Exchange.

CONCLUSIONS

THE PROPERTY HAS MAJOR STRUCTURAL FEATURES AND MUCH EVIDENCE OF SULPHIDE MINERALIZATION. GEOLOGICAL CONDITIONS ARE FAVOURABLE AND THE DISTRICT IS IN AN AREA OF LARGE MINEABLE MINERAL DEPOSITS.

THERE HAS BEEN AN EXCESSIVE AMOUNT OF SHALLOW DIAMOND DRILLING CARRIED OUT THROUGH A NUMBER OF UNCOORDINATED EXPLORATION PROGRAMMES WHICH HAS RESULTED IN A LARGER THAN WARRANTED FOOTAGE OF DIAMOND DRILLING PER TON OF INDICATED ORE.

GEOPHYSICAL WORK ON THE PROPERTY HAS RESULTED IN THE LOCATION, THROUGH DIAMOND DRILLING, OF TWO MINERALIZED ZONES. HOWEVER, CLOSER SPACED LINES ARE REQUIRED IN ORDER TO FULLY IMPLEMENT THE USES OF ELECTROMAGNETIC SURVEYS.

THE PROPERTY HAS NEVER BEEN COMPLETELY MAPPED GEOLOGICALLY AND THIS MAY HAVE LED TO SOME ERRONEOUS INTERPRETATIONS OF THE POSSIBLE PLUNGE, IF ANY, TO THE MINERALIZED ZONES.

INDICATED TONNAGES OF ORE GRADE HAVE BEEN OUTLINED BY DIAMOND DRILLING IN THREE ZONES. A PROGRAMME OF DEEP DRILLING AND FURTHER DETAILED GEOPHYSICAL AND GEOLOGICAL WORK SHOULD RESULT IN THE DEVELOPMENT OF A COMMERCIAL ORE DEPOSIT.

RECOMMENDATIONS

A PROGRAMME OF DIAMOND DRILLING STARTED ON THE PROPERTY ON JUNE 21, 1964 AND IT IS RECOMMENDED THAT THIS WORK BE CONTINUED AS FOLLOWS:-

1. DIAMOND DRILLING:

A) NO.3 ZONE AND SILVER ZONE.

4000 FEET AT \$5.00 - Cost \$20,000.

OBJECTIVE: TO TEST ZONES TO DEPTH

B) NO.1 AND NO.2 ZONES

I) SUMMER DRILLING

3000 FEET AT \$5.00 - Cost \$15,000.

II) WINTER DRILLING

15,000 FEET AT \$5.00 - Cost \$75,000.

OBJECTIVE: TO TEST ZONES TO 1000 FEET DEPTH.

C) MISCELLANEOUS DRILLING;

10,000 FEET AT \$5.00 - Cost \$50,000.

2. ELECTROMAGNETIC SURVEY:

APPROXIMATELY 22 MILES TO RECHECK AREA OF ZONE 4, ZONE LINE

40 E, AREAS NOW COVERED WITH LINES AT 400 FOOT INTERVALS AND LOCAL
AREAS NOT COVERED IN PREVIOUS WORK.

22 MILES AT \$100.00 - Cost \$2,200.

3. GEOLOGICAL SURVEY

TO COMPLETE MAPPING OF PROPERTY

\$1,000.

TOTAL ESTIMATED COST FOR 1, 2 AND 3

\$163,200.00

15% ALLOWABLE FOR CONTINGENCIES

\$ 24,480.00

TOTAL ESTIMATE

\$187,680.00

IT IS THEREFORE RECOMMENDED THAT A MINIMUM OF \$200,000. BE
PROVIDED TO ADEQUATELY EXPLORE THE PROPERTY.

I, H. PARLIMENT OF THE CITY OF TORONTO, IN THE COUNTY
OF YORK, ONTARIO, DO HEREBY CERTIFY THAT:-

1. I AM A GRADUATE OF QUEEN'S UNIVERSITY, 1929 WITH THE
DEGREE OF B.Sc. IN MINING AND METALLURGY, AND HAVE
BEEN PRACTICING MY PROFESSION FOR AT LEAST THIRTY-FIVE
YEARS.
2. I HAVE NO INTEREST, DIRECTLY OR INDIRECTLY NOR DO I
EXPECT TO RECEIVE ANY INTEREST, DIRECTLY OR INDIRECTLY
IN THE PROPERTY OR COMPANY REFERRED TO IN THIS REPORT.
3. I AM FAMILIAR WITH THE VAMP LAKE PROPERTY OF MARCON
MINES LIMITED, HAVING BEEN IN CHARGE OF ALL OPERATIONS
ON THE PROPERTY SINCE FEBRUARY 1963.

H. Parliment
H. PARLIMENT, F.G.A.S.C.

VAMP LAKE, MANITOBA.
JULY 17, 1964.

16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	There is no person whose share holdings are large enough to materially affect control of the Company. However, the present management of the Company by soliciting proxies may be in a position to materially affect control of the Company.																																																					
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><thead><tr><th></th><th>Cost</th><th>Market Value</th></tr></thead><tbody><tr><td>11,500 shares New Jason Mines Ltd.</td><td>\$1,077.00</td><td>\$ 550.00</td></tr><tr><td>Various Mining Companies shares written off</td><td>2.00</td><td></td></tr><tr><td></td><td>\$1,079.00</td><td>\$ 550.00</td></tr><tr><td colspan="3"><u>Particulars of Written Off Shares</u></td></tr><tr><td></td><td>Cost</td><td></td></tr><tr><td>4,300 Shares Bar Manitou Mines Ltd.</td><td>\$ 231.82</td><td></td></tr><tr><td>11,000 Shares Beacon Mining Co. Ltd.</td><td>5,683.75</td><td>\$ 400.00</td></tr><tr><td>15,000 Shares Gale Cummings Mines Ltd.</td><td>3,000.00</td><td></td></tr><tr><td>90,000 Shares Lepine Lake Gold Mines Ltd.</td><td>9,000.00</td><td></td></tr><tr><td>125,166 Shares Levack Nickel Mines Ltd.</td><td>12,660.90</td><td></td></tr><tr><td>41,250 Shares Pickering Metal Mines Ltd.</td><td>3,262.50</td><td>2,062.00</td></tr><tr><td>10,000 Shares Vermont Mines Ltd.</td><td>3,222.49</td><td></td></tr><tr><td>50,000 Shares Ungava Bay Mines Ltd.</td><td>2,500.00</td><td></td></tr><tr><td>25,000 Shares Malbar Goldfields Ltd.</td><td>2,500.00</td><td></td></tr><tr><td>10,000 Shares Orvalley Gold Mines Ltd.</td><td>500.00</td><td></td></tr><tr><td></td><td>\$42,561.46</td><td>\$3,012.00</td></tr></tbody></table>				Cost	Market Value	11,500 shares New Jason Mines Ltd.	\$1,077.00	\$ 550.00	Various Mining Companies shares written off	2.00			\$1,079.00	\$ 550.00	<u>Particulars of Written Off Shares</u>				Cost		4,300 Shares Bar Manitou Mines Ltd.	\$ 231.82		11,000 Shares Beacon Mining Co. Ltd.	5,683.75	\$ 400.00	15,000 Shares Gale Cummings Mines Ltd.	3,000.00		90,000 Shares Lepine Lake Gold Mines Ltd.	9,000.00		125,166 Shares Levack Nickel Mines Ltd.	12,660.90		41,250 Shares Pickering Metal Mines Ltd.	3,262.50	2,062.00	10,000 Shares Vermont Mines Ltd.	3,222.49		50,000 Shares Ungava Bay Mines Ltd.	2,500.00		25,000 Shares Malbar Goldfields Ltd.	2,500.00		10,000 Shares Orvalley Gold Mines Ltd.	500.00			\$42,561.46	\$3,012.00
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18. Brief statement of any lawsuits pending or in process against company or its properties.	None.																																																					
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	<p>By an Agreement dated Oct. 26, 1960, between the Company and Baska Uranium Mines Limited as Optionees and J. C. Honsberger as Optionor and in consideration of the sum of \$7,500 the Company optioned a 50% interest in 28 mining claims in Rainboth Twp., Quebec. The Option may be exercised prior to November 2, 1964. By Agreement dated November 8, 1963 the Company transferred to Baska all of its interest in the said Agreement as subsequently amended in consideration of the Agreement of Baska to pay the Company an amount equal to 10% of all monies and share consideration received upon any sale of the claims.</p> <p>By an Agreement dated 18th Feb., 1963, between the Company as Optionee and Dr. R. A. Halet as Optionor, the Company was granted an Option to purchase four Mining Claims in Coleman Twp., District of Temiskaming, Ontario. The Option may be exercised on or before Jan. 31, 1965, by payment to the Optionor of \$4,000 cash and 100,000 shares of a Company to be incorporated.</p> <p>By an Agreement dated 18th Feb. 1963, between the Company as Optionee and K. A. Davis and A. J. Ryberg as Optionors, the Company was granted an option to purchase four Mining Claims in Coleman Twp., District of Temiskaming, Ontario. The Option may be exercised on or before Jan. 31, 1965, by payment to the Optionors of \$4,000 cash and 100,000 shares of a Company to be incorporated. K. A. Davis has subsequently assigned all his interest in the said claims to A. J. Ryberg.</p> <p>By an Agreement dated the 20th of Nov. 1963, between the Company as Optionee and Lee Gordon Mines Limited as Optionor in consideration of the sum of \$2,000 during the term of the Option and the undertaking to perform \$50,000 of work, the Company has obtained an Option to acquire a 70% interest in 30 mining claims and 5 Crown mining leases owned by Lee Gordon Mines Limited and located in the Vamp Lake Area of the Pas District, Province of Manitoba. The Option may be exercised prior to December 20, 1965 by the performance of the said work and the formation of a new company of 3,000,000 shares the vendors shares of which will be issued on a basis of 30% to Lee Gordon Mines Limited and 70% to Marcor.</p>																																																					
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>No shares of the Company are at present in the course of primary distribution to the public. However, when the shares are taken up the shares of the Company will then be in primary distribution to the public.</p> <p>J. D. Streit and C. W. Streit, two of the Directors of Marcor Mines Limited are also Directors and Shareholders of J. Bradley Streit & Company Limited, the Underwriter on behalf of its clients, New Jason Mines Limited and Pickering Metal Mines Limited and are also Directors of any one or both of New Jason Mines Limited and Pickering Metal Mines Limited. Each of them has declared his interest to the Directors of Marcor Mines Limited and has refrained from voting on the resolution approving the Underwriting and Option Agreement. K. A. Davis, one of the Directors of the Company, is also a Director of New Jason Mines Limited and Pickering Metal Mines Limited. J. Bradley Streit, one of the Directors of J. Bradley Streit & Company Limited is also a Director of Pickering Metal Mines Limited. J. D. Liard, a Director and Shareholder of Marcor Mines Limited, is also a Director of New Jason Mines Limited.</p> <p>There are no other material facts.</p>																																																					

CERTIFICATE OF THE COMPANY

DATED July 15, 1964.

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers whose names and the corporate seal to be affixed.)

"K. A. Davis"

"J. J. Halet"

CERTIFICATE OF UNDERWRITER OR OPTIONEE


To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

"J.B. Streit"

"J.D. Streit"

J. BRADLEY STREIT & COMPANY LIMITED

[Signature]
Secretary



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https://archive.org/details/Marc0351_1964

JAN 23 1964

TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1018.
FILED, JANUARY 9th. 1964.

MARCON MINES LIMITED

Full corporate name of Company

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	Secretary-Treasurer	John Lucas Noble, 55 Winthorpe Rd., Toronto	Accountant.
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized - 6,000,000 shares, par value \$1.00 ea. Issued - 3,825,000 shares,		
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	None		
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By an Agreement dated 19th Dec. 1963, subject to acceptance by the Toronto Stock Exchange, J. Bradley Streit & Company Limited, 80 Richmond Street W., Toronto, Ont., on its own behalf and on behalf of New Jason Mines Limited, New Lorie Mines Limited and Pickering Metal Mines Limited, agreed to purchase 400,000 shares at 12½¢ per share and payable forthwith upon acceptance of the Filing Statement by the Toronto Stock Exchange, and was granted options to purchase 600,000 shares as follows: All or any part of 100,000 shares at 20¢ per share within 3 months of the effective date; all or any part of 100,000 shares at 25¢ per share within 6 months of the effective date; all or any part of 100,000 shares at 30¢ per share within 9 months of the effective date; all or any part of 100,000 shares at 35¢ per share within 12 months of the effective date; all or any part of 100,000 shares at 40¢ per share within 15 months of the effective date; all or any part of 100,000 shares at 50¢ per share within 18 months of the effective date.		
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	J. Bradley Streit & Company Limited has entered into the said Underwriting and Option Agreement referred to in item 6 on its own behalf as to a 10% interest and on behalf of the undermentioned clients in the proportions set opposite their respective names - New Jason Mines Limited, 505, 80 Richmond St., West, Toronto 25% New Lorie Mines Limited, 505, 80 Richmond St., West, Toronto 15% Pickering Metal Mines Limited, 80 Richmond St., West, Toronto. 50% New Jason Mines Limited, New Lorie Mines Limited and Pickering Metal Mines Limited are public Companies.		

8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	None												
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The proceeds of sale of treasury shares referred to in paragraph 6 will be used for the purpose of exploration and development of the Vemp Lake properties of Lee Gordon Mines Limited in accordance with the Agreement referred to in paragraph 11 hereof.												
10. Brief statement of company's chief development work during past year.	During the last year a further 3,000 feet of diamond drilling was performed on the Coleman Township claims of the Company.												
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	By an Agreement dated the 20th of November, 1963 between the Company as Optionee and Lee Gordon Mines Limited as Optionor in consideration of the sum of \$2,000.00 during the term of the Option and the undertaking to perform \$50,000.00 of work, the Company has obtained an Option to acquire a 70% interest in 39 mining claims and 5 Crown mining leases owned by Lee Gordon Mines Limited and located in the Vamp Lake Area of the Pas District, Province of Manitoba. The Option may be exercised prior to December 20, 1965 by the performance of the said work and the formation of a new company of 3,000,000 shares the vendors shares of which will be issued on a basis of 30% to Lee Gordon Mines Limited and 70% to Marcon.												
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	Lee Gordon Mines Limited Room 906, 217 Bay Street Toronto 1. Lee Gordon Mines Limited is a public Company.												
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	None												
14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	N/A												
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<table> <thead> <tr> <th></th><th><u>Shares</u></th></tr> </thead> <tbody> <tr> <td>Thomson Kernaghan & Co. Ltd., 67 Richmond St. W., Toronto.</td><td>697,164</td></tr> <tr> <td>James Richardson & Sons, 173 Portage Ave. E., Winnipeg.</td><td>174,850</td></tr> <tr> <td>Doherty, Roadhouse & Co., 335 Bay Street, Toronto.</td><td>167,250</td></tr> <tr> <td>T. A. Richardson & Co., 4 King St. West, Toronto.</td><td>152,850</td></tr> <tr> <td>Pickering Metal Mines Limited, 80 Richmond St. W., Toronto.</td><td>100,000</td></tr> </tbody> </table> <p>With the exception of the shares registered in the name of Pickering Metal Mines Limited the Company is not aware of the beneficial ownership of the above shares.</p>		<u>Shares</u>	Thomson Kernaghan & Co. Ltd., 67 Richmond St. W., Toronto.	697,164	James Richardson & Sons, 173 Portage Ave. E., Winnipeg.	174,850	Doherty, Roadhouse & Co., 335 Bay Street, Toronto.	167,250	T. A. Richardson & Co., 4 King St. West, Toronto.	152,850	Pickering Metal Mines Limited, 80 Richmond St. W., Toronto.	100,000
	<u>Shares</u>												
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T. A. Richardson & Co., 4 King St. West, Toronto.	152,850												
Pickering Metal Mines Limited, 80 Richmond St. W., Toronto.	100,000												
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	There is no person whose shareholdings are large enough to materially affect control of the Company. However, the present management of the Company by soliciting proxies may be in a position to materially affect control of the Company.												

FINANCIAL STATEMENTS

FINANCIAL STATEMENTS

MARCON MINES LIMITED

BALANCE SHEET AS AT NOVEMBER 30TH, 1963.

ASSETS

CURRENT

CASH IN BANK	\$	1,125.09	
ACCOUNTS RECEIVABLE		11,807.21	
SHARES IN MINING COMPANIES			
AT NOMINAL VALUE	\$	2.00	
AT COST (MARKET VALUE OF ALL SHARES \$3,012.00)	\$	1,077.00	1,079.00 \$ 14,011.30

FIXED

MINING PROPERTIES AT COST	\$205,973.00	
JOINT INTEREST IN CLAIMS -	7,500.00	
LEE GORDON (OPTION) VAMP LAKE	<i>See note 1</i> 800.00	
EQUIPMENT - AT COST	3,200.00	\$217,473.00

DEFERRED:

DEVELOPMENT ADMINISTRATION COSTS	\$752,392.17	
LESS - AMOUNT WRITTEN OFF	115,183.66	\$637,208.51
INCORPORATION EXPENSE		3,890.50
		<u>\$872,583.31</u>

LIABILITIES

CURRENT

ACCOUNTS PAYABLE	\$ 8,000.00
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CAPITAL STOCK

AUTHORIZED - 6,000,000 SHARES - PAR VALUE \$1.00		
ISSUED - 3,825,000 SHARES	\$3,825,000.00	
DISCOUNT ON SHARES	\$3,161,090.00	
	\$663,910.00	
<u>SURPLUS</u>	200,673.31	\$864,583.31
		<u>\$872,583.31</u>

APPROVED ON BEHALF OF THE BOARD OF DIRECTORS:-

C. Douglas Street
J. DOUGLAS STREET, DIRECTOR
C. WILLIAM

K. A. Davis
K. A. DAVIS - DIRECTOR.

NOTE TO BALANCE SHEET - NOVEMBER 30, 1963.

1. UNDER AGREEMENT DATED NOVEMBER 20, 1963 THE COMPANY ENTERED INTO AN AGREEMENT WITH LEE GORDON MINES LIMITED WHEREBY THE COMPANY OPTIONED 39 MINING CLAIMS AND 5 MINING LEASES IN THE ATHAPAPUSKOW MINING DIVISION OF THE PAS DISTRICT, PROVINCE OF MANITOBA, UNDER VARIOUS CONDITIONS AND SUBJECT TO THE APPROVAL OF THE TORONTO STOCK EXCHANGE. THE COMPANY AGREES TO PAY TO THE OPTIONOR \$500.00 FORTHWITH, AND THE FURTHER SUMS OF \$500.00 EACH ON THE 20TH DAYS OF JUNE AND DECEMBER 1964 AND THE 20TH DAY OF JUNE 1965 IF AGREEMENT STILL IN FORCE ON SUCH DATE, AND EXPEND A MINIMUM OF \$50,000.00 ON THE CLAIMS DURING THE TERM OF THE OPTION. IF OPTION EXERCISED A NEW COMPANY OF 3,000,000 SHARES, PAR VALUE OF \$1.00, OR WITHOUT ANY NOMINAL OR PAR VALUE, IS TO BE INCORPORATED AND THE OPTIONOR IS TO RECEIVE 350,000 SHARES OF THE SAID NEW COMPANY.

MARCON MINES LIMITED

STATEMENT OF DEFERRED DEVELOPMENT AND ADMINISTRATIVE COSTS, NOVEMBER 30TH, 1963.

BALANCE - JANUARY 1ST, 1963 \$727,368.72

DEVELOPMENT:

ENGINEERING FEES & EXPENSES	\$ 1,900.00	
COBALT CLAIMS EXPENSE	11,336.92	
GOVERNMENT FEES	100.00	
VAMP LAKE EXPENSE	<u>5,323.90</u>	\$ 18,660.82

ADMINISTRATIVE:

GENERAL AND OFFICE EXPENSE	\$ 2,475.00	
GOVERNMENT FEES & TAXES	120.73	
PRINTING AND STATIONERY	744.74	
TELEPHONE & TELEGRAPH	263.27	
TRANSFER AGENT FEES AND EXPENSES	1,342.36	
LEGAL, AUDIT AND LISTING	1,333.51	
INTEREST AND BANK CHARGES	<u>83.02</u>	\$ 6,362.63

BALANCE - NOVEMBER 30, 1963 \$752,392.17

SOURCE AND APPLICATION OF FUNDS JANUARY 1ST, 1963 TO NOVEMBER 30TH, 1963.

SOURCE:

CASH IN BANK, JANUARY 1ST, 1963	\$ 207.72	
SALE OF 300,000 TREASURY SHARES	30,000.00	
ADVANCE FROM NEW JASON MINES LIMITED	2,000.00	
ADVANCE FROM NEW LORIE MINES LIMITED	2,000.00	
ADVANCE FROM ZENMAC METAL MINES LIMITED	2,000.00	
ADVANCE FROM PICKERING METAL MINES LIMITED	<u>2,000.00</u>	\$ 38,207.72

APPLICATION:

LEE GORDON (OPTION) VAMP LAKE	\$ 800.00	
DEVELOPMENT	18,660.82	
ADMINISTRATION	6,362.63	
RETURN OF LOANS	10,600.00	
ACCOUNTS PAYABLE	<u>659.18</u>	\$ 37,082.63

CASH IN BANK, NOVEMBER 30, 1963. \$ 1,125.09

GEOLOGIST'S REPORT

Note - The following are excerpts from a report by R.B. Graham, Ph.D.; P.Eng., Consulting Geologist, dated November 7th, 1963, on the mining claims located near Vamp Lake, in the Province of Manitoba. A complete copy of this report is on file at the Toronto Stock Exchange.

CONCLUSIONS

Sulphide replacements containing varying amounts of gold, silver, copper and zinc occupy a combined length of 2600' along a zone length of 6600'.

Neither the total length of the favourable zone, nor the individual sulphide deposits have been completely delimited. Known shoots could be enlarged and others found.

Enrichments in precious metals and copper and zinc appear to occur where secondary north trending shearing and/or faulting are superimposed on north-east trending fault structures.

Areas where such conditions exist but have had little or no investigation are as follows:

On the No. 2 zone from 100' south-west of the 1A shoot to 200' north-east.

From the point of juncture of the 1A shoot with the No. 2 zone north on strike of the 1A zone for a minimum length of 300'.

On the Nos. 1 and 2 zones at the south-west end of the island.

Adjacent to the north-north-west trending fault in the mineralized rhyolite on the nose of the dragfold east of the north-east end of Vamp Lake.

On the No. 4 zone respectively 200' to 400' and 600' to 1100' south-west of the south-west end of Vamp Lake.

The No. 1 shoot has the earmarks of a high grade ore body. Relatively little drilling has been carried out in the area of high values. With an indicated gross recoverable value of \$29.00 per ton, relatively small tonnage could be exploited economically.

The No. 1A and No. 3 shoots average between \$9.00 and \$10.50 per ton with over \$3.00 per ton in gold present in the latter. These zones will of necessity have to be enlarged considerably to stand on their own merits, and they probably can be so extended. Alternatively, they can provide mill feed to augment other richer or larger sources.

The extension of the Nos. 1 and 2 zones to the north-east should be traced. Although no conductors are indicated here, drilling shows the shear zone of the No. 1 zone to continue and sulphides if present could be masked by lake bottom silt.

The economic aspects of the Marcon Mines Limited Vamp Lake property indicate that an extensive exploration program

is warranted.

RECOMMENDATIONS

The recommended exploration program is as follows:

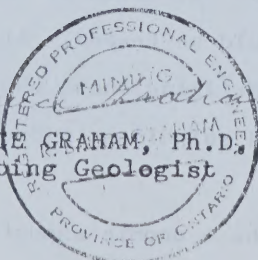
1. Complete the horizontal loop electromagnetic survey commenced in early 1963 to provide complete coverage of the property.
2. Detailed electromagnetic work should be carried out across the No. 4 zone at 100' intervals and across the nose of the dragfold east of the north-east end of Vamp Lake at similar intervals.
3. A detailed electromagnetic survey along lines with a strike of N.30°E. on the main island in order to indicate whether or not north striking mineralized zones are present. This survey should be carried out with an S.E. 200 electromagnetic unit.
4. Correlation of electromagnetic data with possible north trending structural discordances.
5. A diamond drill program to be laid out as follows:

	<u>Ft. of Drill.</u>
(a) On the No. 1 zone, to extend No. 1 shoot	(a) to (c)
(b) To test the No. 2 zone and associated north trending structures	inclusive
(c) To test the north-east extension of the No. 1 and 2 zones	4,240
(d) To extend the No. 3 shoot and test the possibility of adjacent shoots	1,060
(e) To investigate the No. 4 zone adjacent to apparent north trending faults	<u>1,000</u>
Total	6,300 feet

COST

Completion of geophysical surveys including detail work and line cutting	\$ 5,000
Diamond drilling including supervision and assaying	31,500
Contingencies for other drilling based on results of geophysical survey and proposed drill program	<u>8,500</u>
	\$45,000

R. BRUCE GRAHAM, Ph.D. P.Eng.
Consulting Geologist



Toronto, Ontario

November 7th, 1963

C E R T I F I C A T E

I, R. BRUCE GRAHAM, of the City of Toronto, in the County of York, Province of Ontario, hereby certify:

1. That I am a Geologist and reside at 54 St. Leonards Avenue, Toronto, Ontario.
2. That I received my technical training at the University of Manitoba, B.Sc., and University of Toronto, M.A., and Ph.D. (Geol.). I have been practising my profession as Geologist for 21 years.
3. That I am not an officer of the Company; and that I have no direct or indirect interest whatsoever in the mining properties, the subject of this report, nor have I any direct or indirect interest in the securities of the Company, nor do I expect to receive any direct or indirect interest in the securities or property of the Company.
4. That the accompanying report is based on an examination of the property on October 21st, 1962 and October 9th to 14th, 1963; and on the following:

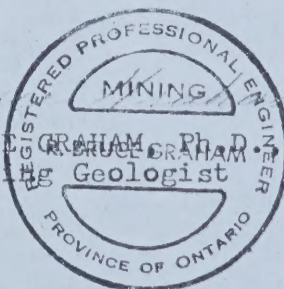
Company Plans

Diamond Drill information

Geological Survey of Canada, Paper 54-14.

DATED at Toronto this 7th day of November, 1963.

R. Bruce Graham
R. BRUCE GRAHAM, Ph.D. P.Eng.
Consulting Geologist



17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><thead><tr><th></th><th>Cost</th><th>Market Value</th></tr></thead><tbody><tr><td>11,500 shares New Jason Mines Limited</td><td>\$1,077.00</td><td>\$ 550.00</td></tr><tr><td>Various Mining Companies shares written off</td><td>2.00</td><td></td></tr><tr><td></td><td><u>\$1,079.00</u></td><td><u>\$ 550.00</u></td></tr><tr><td colspan="3"><u>Particulars of Written Off Shares</u></td></tr><tr><td></td><td>Cost</td><td></td></tr><tr><td>4,300 Shares Bar Manitou Mines Limited</td><td>\$ 231.82</td><td></td></tr><tr><td>11,000 Shares Beacon Mining Company Ltd.</td><td>5,683.75</td><td>\$ 400.00</td></tr><tr><td>15,000 Shares Gale Cummings Mines Ltd.</td><td>3,000.00</td><td></td></tr><tr><td>90,000 Shares Lepine Lake Gold Mines Ltd.</td><td>9,000.00</td><td></td></tr><tr><td>125,166 Shares Levack Nickel Mines Ltd.</td><td>12,660.90</td><td></td></tr><tr><td>41,250 Shares Pickering Metal Mines Ltd.</td><td>3,262.50</td><td>2,062.00</td></tr><tr><td>10,000 Shares Vermont Mines Ltd.</td><td>3,222.49</td><td></td></tr><tr><td>50,000 Shares Ungava Bay Mines Limited</td><td>2,500.00</td><td></td></tr><tr><td>25,000 Shares Malbar Goldfields Limited</td><td>2,500.00</td><td></td></tr><tr><td>10,000 Shares Orvalley Gold Mines Ltd.</td><td>500.00</td><td></td></tr><tr><td></td><td><u>\$42,561.46</u></td><td><u>\$3,012.00</u></td></tr></tbody></table>		Cost	Market Value	11,500 shares New Jason Mines Limited	\$1,077.00	\$ 550.00	Various Mining Companies shares written off	2.00			<u>\$1,079.00</u>	<u>\$ 550.00</u>	<u>Particulars of Written Off Shares</u>				Cost		4,300 Shares Bar Manitou Mines Limited	\$ 231.82		11,000 Shares Beacon Mining Company Ltd.	5,683.75	\$ 400.00	15,000 Shares Gale Cummings Mines Ltd.	3,000.00		90,000 Shares Lepine Lake Gold Mines Ltd.	9,000.00		125,166 Shares Levack Nickel Mines Ltd.	12,660.90		41,250 Shares Pickering Metal Mines Ltd.	3,262.50	2,062.00	10,000 Shares Vermont Mines Ltd.	3,222.49		50,000 Shares Ungava Bay Mines Limited	2,500.00		25,000 Shares Malbar Goldfields Limited	2,500.00		10,000 Shares Orvalley Gold Mines Ltd.	500.00			<u>\$42,561.46</u>	<u>\$3,012.00</u>
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18. Brief statement of any lawsuits pending or in process against company or its properties.	none																																																			
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	<p>By an Agreement dated Oct. 26, 1960, between the Company and Baska Uranium Mines Limited as Optionees and J. C. Honsberger as Optionor and in consideration of the sum of \$7,500. the Company optioned a 50% interest in 28 mining claims in Rainboth Twp., Quebec. The Option may be exercised prior to November 2, 1964. By Agreement dated November 8, 1963 the Company transferred to Baska all of its interest in the said Agreement as subsequently amended in consideration of the Agreement of Baska to pay the Company an amount equal to 10% of all monies and share consideration received upon any sale of the claims.</p> <p>By an Agreement dated 18th Feb., 1963, between the Company as Optionee and Dr. R. A. Halet as Optionor, the Company was granted an Option to purchase four Mining Claims in Coleman Twp., District of Temiskaming, Ontario. The Option may be exercised on or before Jan, 31, 1965, by payment to the Optionor of \$4,000 cash and 100,000 shares of a Company to be incorporated.</p> <p>By an Agreement dated 18th Feb. 1963, between the Company as Optionee and K. A. Davis and A. J. Byberg as Optionors, the Company was granted an option to purchase four Mining Claims in Coleman Twp., District of Temiskaming, Ontario. The Option may be exercised on or before Jan. 31, 1965, by payment to the Optionors of \$4,000 cash and 100,000 shares of a Company to be incorporated. K. A. Davis has subsequently assigned all his interest in the said claims to A. J. Byberg.</p>																																																			
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	<p>No shares of the Company are at present in the course of primary distribution to the public. However, when the shares are taken up the shares of the Company will then be in primary distribution to the public.</p> <p>J. D. Streit and C. W. Streit, two of the Directors of Marcon Mines Limited are also Directors and Shareholders of J. Bradley Streit & Company Limited, the Underwriter on behalf of its clients, New Jason Mines Limited, New Lorie Mines Limited and Pickering Metal Mines Limited and are also Directors of any one or all of New Jason Mines Limited, New Lorie Mines Limited and Pickering Metal Mines Limited. Each of them has declared his interest to the Directors of Marcon Mines Limited and has refrained from Voting on the resolution approving the Underwriting and Option Agreement. K. A. Davis, one of the Directors of the Company, is also a Director of New Jason Mines Limited and Pickering Metal Mines Limited. J. Bradley Streit, one of the Directors of J. Bradley Streit & Company Limited is also a Director of Pickering Metal Mines Limited. J. D. Liard, a Director and Shareholder of Marcon Mines Limited, is also a Director of New Jason Mines Limited.</p> <p>There are no other material facts.</p>																																																			

CERTIFICATE OF THE COMPANY

DATED December 27, 1963

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"K.A. Davis"

"J.L. Noble"

MARCON MINES LIMITED

CORPORATE SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

"C.W. Streit"

C. W. Streit
Secretary